

IN THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

BLACKROCK ALLOCATION TARGET  
SHARES: SERIES S PORTFOLIO, *et al.*,

Plaintiffs,

v.

WELLS FARGO BANK, N.A.,

Defendant.

14-CV-09371 (KPF)(SN)

STIPULATION AND [PROPOSED] ORDER  
FOR DISMISSAL WITH PREJUDICE

**WHEREAS**, on November 19, 2018, the parties reported to the Court that this case has been settled;

**WHEREAS**, on November 19, 2018, the Court entered the Order of Discontinuance, conditionally discontinuing the action;

**WHEREAS**, on May 6, 2019, the Supreme Court of the State of New York approved the parties' Settlement and entered the Order and Final Judgment;

**WHEREAS**, the time to appeal the Order and Final Judgment in the Supreme Court of the State of New York has expired;

**NOW, THEREFORE**, in consideration of the foregoing and the covenants set forth herein, the Parties hereby stipulate and agree as follows:


1. All Plaintiffs and Defendant (each a "Party") who have appeared in the above-specified action, including the third party action entitled *Wells Fargo Bank, National Association v. BlackRock Advisors, L.L.C.*, Case No. 14-cv-09371-KPF-SN (S.D.N.Y.) (the "Action"), by and

through their respective counsel of record, hereby stipulate to dismissal of the Action *with prejudice*. No Party shall seek from any other Party recovery of its costs or attorneys' fees.

Dated: September 16, 2019

Respectfully submitted,

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*Attorneys for Defendant  
Wells Fargo Bank N.A.*

SO ORDERED: \_\_\_\_\_

HON. KATHERINE POLK FAILLA